

EXHIBIT 2

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

IN RE AUTOMOTIVE PARTS ANTITRUST LITIGATION	:	Master File No. 12-md-02311
	:	Honorable Sean F. Cox
	:	
IN RE: BEARINGS CASES	:	2:12-cv-00501-SFC-RSW
	:	2:15-cv-12068-SFC-RSW
	:	2:15-cv-13932-SFC-RSW
THIS DOCUMENT RELATES TO:	:	2:15-cv-13945-SFC-RSW
ALL DIRECT PURCHASER CASES	:	
	:	

**NOTICE OF A PROPOSED \$37.5 MILLION SETTLEMENT OF A DIRECT
PURCHASER CLASS ACTION WITH JTEKT, NACHI, NSK, NTN, AND SKF
DEFENDANTS, AND OF A HEARING BY THE COURT TO CONSIDER:**

- (1) APPROVAL OF THE SETTLEMENT;**
- (2) APPROVAL OF A PRO RATA PLAN OF DISTRIBUTION OF THE NET
SETTLEMENT FUND; AND**
- (3) GRANTING THE MOTION OF SETTLEMENT CLASS COUNSEL FOR AN
AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF LITIGATION
COSTS AND EXPENSES.**

THIS NOTICE IS DIRECTED TO: ALL DISTRIBUTORS THAT PURCHASED BEARINGS IN THE UNITED STATES DIRECTLY FROM DEFENDANTS (OR THEIR SUBSIDIARIES OR AFFILIATES) FROM JANUARY 1, 2000 THROUGH DECEMBER 31, 2014.

PLEASE READ THIS NOTICE CAREFULLY. YOUR LEGAL RIGHTS MAY BE AFFECTED BY LITIGATION NOW PENDING IN THIS COURT.

WHAT IS THE PURPOSE OF THIS NOTICE AND WHY WAS IT SENT TO ME?

This Notice is given pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Eastern District of Michigan, Southern Division (the "Court"). The purpose of this Notice is to inform you of a hearing before the Court to consider:

- (1) A settlement (the “Settlement”) with Defendants JTEKT Corporation, JTEKT North America Corporation (formerly Koyo Corporation of U.S.A.), Koyo France SA, and Koyo Deutschland GmbH (collectively, the “JTEKT Defendants”); Nachi-Fujikoshi Corp., Nachi America Inc., Nachi Technology, Inc., and Nachi Europe GmbH (collectively, the “Nachi Defendants”); NSK Ltd., NSK Americas, Inc., NSK Europe Ltd., and NSK Corporation (collectively, the “NSK Defendants”); AB SKF, SKF GmbH, and SKF USA Inc. (collectively, the “SKF Defendants”); and NTN Corporation, NTN USA Corporation, NTN Wälzlager GmbH, and NTN-SNR Roulements (collectively the “NTN Defendants”) (all Defendants referenced in this paragraph are collectively referred to as the “Settling Defendants”);
- (2) A proposed plan of distribution of the settlement proceeds to Settlement Class members; and
- (3) Settlement Class Counsel’s motion for an award of attorneys’ fees and reimbursement of litigation costs and expenses.

This Notice provides information concerning the Settlement, the proposed plan of distribution, and the motion for attorneys’ fees and reimbursement of litigation costs and expenses. The Notice also advises you of your rights to: participate in the settlement claims process; exclude yourself from the Settlement Class; or object to the terms of the Settlement, the plan of distribution, or the requests for fees or litigation costs and expenses.

BACKGROUND

Plaintiffs have reached a settlement with the Settling Defendants. Under the terms of the Settlement, Settling Defendants will pay \$37,500,000 (the “Settlement Fund”). The Court has preliminarily approved the Settlement.

This litigation, and the Settlement, are part of coordinated legal proceedings involving Bearings. The term “Bearings” refers to friction-reducing devices used in both automotive and industrial machinery that allow one moving part to glide past another moving part. Examples include, but are not limited to, the following products: ball bearings, tapered roller bearings, needle roller bearings, roller bearings, and mounted bearings of any size. This litigation and the Settlement

relate solely to Bearings purchased by distributors in the United States **directly** from a Defendant, or its subsidiaries or affiliates.

The Settlement does not relate to, and has no effect upon, cases involving any product other than Bearings.

If you are a member of the Settlement Class (defined below), you have the rights and options summarized here:

- You may remain in the Settlement Class and be eligible to share in the proceeds of, and be bound by the terms of, the settlement, if you do not exclude yourself from the Settlement Class;
- You may exclude yourself from the Settlement Class, in which case you will **not** be bound by the settlement and will **not** be eligible to share in the proceeds of the settlement;
- If you remain in the Settlement Class, you may object to the Settlement, to the proposed plan of distribution of the Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses. You may also appear at the hearing where the Court will consider these matters;
- You may enter an appearance in the litigation through your own counsel at your own expense; and
- Any Settlement Class member that wishes to participate in the distribution of the Settlement Fund must complete and submit a copy of the Claim Form on or before _____, 2021.

WHO IS IN THE SETTLEMENT CLASS?

The Court has provisionally certified the Settlement Class for the purpose of disseminating notice of the Settlement.

The Settlement Class is defined as follows:

All distributors that purchased bearings in the United States directly from one or more Defendant in the Bearings Actions (or their subsidiaries or affiliates) from and including January 1, 2000 through December 31, 2014 (the “Settlement Class Period”). Excluded from the class are the Defendants in the Bearings Actions and their present and former parents, subsidiaries, affiliates, and joint ventures.

For purposes of the Settlement Class, the following entities are Defendants: JTEKT Corporation; JTEKT North America Corporation (formerly Koyo Corporation of U.S.A.); Koyo France SA; Koyo Deutschland GmbH; Nachi-Fujikoshi Corp.; Nachi America Inc.; Nachi Technology, Inc.; Nachi Europe GmbH; NSK Ltd.; NSK Americas, Inc.; NSK Europe Ltd.; NSK Corporation; NTN Corporation; NTN USA Corporation; NTN Wälzlager GmbH; NTN-SNR Roulements; Schaeffler Group USA Inc.; Schaeffler Technologies AG & Co. KG (formerly Schaeffler Technologies GmbH & Co. KG); FAG Kugelfischer GmbH; AB SKF; SKF GmbH; and SKF USA Inc.

Plaintiffs DALC Gear & Bearing Supply Corp., McGuire Bearing Company, Sherman Bearings, Inc., and Bearing Service, Inc. have been appointed by the Court to serve as “Class Representatives” for the Settlement Class.

The Court has appointed the law firms of Freed Kanner London & Millen LLC, Kohn, Swift & Graf, P.C., Preti, Flaherty, Beliveau & Pachios LLP, and Spector Roseman & Kodroff, P.C. to serve as “Co-Lead Settlement Class Counsel” for the Settlement Class. These firms, together with Cera LLP and Cohen Milstein Sellers & Toll, which worked extensively with Co-

Lead Settlement Class Counsel on this case, are referred to collectively as “Settlement Class Counsel.”

WHAT IS THIS LITIGATION ABOUT?

The Settlement described in this notice is only on behalf of Bearings distributors that purchased Bearings directly from the Defendants. Beginning in 2012, Plaintiffs filed class action complaints against Defendants on behalf of all direct purchasers of Bearings. Plaintiffs alleged that Defendants conspired to raise, fix, maintain, and/or stabilize prices, rig bids, and/or allocate the supply of Bearings sold in the United States in violation of federal antitrust laws. Plaintiffs further alleged that because of the conspiracy, they and other purchasers of Bearings directly from Defendants were injured by paying more for those Bearings than they would have paid in the absence of the alleged illegal conduct.

After a significant amount of discovery was taken in this litigation, Plaintiffs filed a motion for class certification on behalf of all direct Bearings purchasers from Defendants during the period from April 1, 2004 through December 31, 2014. On January 7, 2019, the Court denied Plaintiffs’ class certification motion, which meant that Plaintiffs could not proceed with their claims as initially alleged on behalf of a nationwide class of all entities and individuals who directly purchased Bearings from the Defendants. Plaintiffs sought leave to appeal that decision, but their petition was denied.

Subsequently, Plaintiffs filed a renewed motion for certification of a class limited to Bearings distributors. The Settlement with the Settling Defendants that is the subject of this Notice was reached on behalf of a Settlement Class consisting only of Bearings distributors. To receive a share of this Settlement Fund, you must complete and timely submit the Claim Form that is included with this Notice.

Defendants in all the Bearings antitrust litigation deny Plaintiffs' allegations and liability and have asserted defenses to Plaintiffs' claims. Defendants have agreed to settle this matter to avoid the expense and burden of further litigation. The Court has not issued any findings or rulings with respect to the merits of Plaintiffs' claims or Defendants' defenses. The Settlement, if approved by the Court, will conclude the Bearings litigation.

WHAT RELIEF DOES THE SETTLEMENT PROVIDE?

Plaintiffs, on behalf of the Settlement Class, entered into a settlement agreement with the Settling Defendants on November 23, 2020 (the "Settlement Agreement"), under which the Settling Defendants agreed to pay \$37,500,000.

This Notice is only a summary of the terms of the Settlement. The Settlement Agreement contains other important provisions, including the release of certain claims against the Settling Defendants (and companies and people affiliated with them). For the complete terms of the Settlement, you are referred to the Settlement Agreement, which is on file with the Clerk of Court and is available on-line at www.AutoPartsAntitrustLitigation.com/Bearings. The Settlement must receive final approval by the Court to become effective.

If you wish to object to the approval of the Settlement, you may do so, but only in accordance with the procedures set forth below. If you do not object to the Settlement, you do not need to take any action to indicate your support for, or lack of objection to, the settlement.

HOW DO I REMAIN IN THE SETTLEMENT CLASS AND WHAT HAPPENS IF I DO?

If you are a member of the Settlement Class as defined above, you will automatically remain in the Settlement Class unless you elect to be excluded. If you wish to remain in the Settlement Class, you do not need to take any action at this time with respect to the Settlement Class and your interests will be represented by the Class Representatives and by Settlement Class

Counsel. If you remain in the Settlement Class and the Settlement is approved and becomes effective, you will be bound by its terms, including the release provisions, whether or not you receive a share of the Settlement Fund.

You will have no responsibility to individually pay attorneys' fees or expenses. Any such fees and expenses will be paid solely from the amounts obtained from the Defendants and must be approved by the Court after notice to you and a hearing. If you choose, you may also have your own attorney enter an appearance on your behalf and at your expense.

HOW WILL THE SETTLEMENT FUND BE DISTRIBUTED?

The Settlement Fund, with accrued interest, less any amounts approved by the Court for payment of attorneys' fees and litigation and settlement administration costs and expenses (the "Net Settlement Fund"), will be distributed among the members of the Settlement Class that complete and timely submit a copy of the Claim Form that is included with this Notice, **postmarked on or before _____, 2021.**

The Net Settlement Fund will be distributed *pro rata* to all claimants based upon their **direct** purchases of Bearings in the United States from Defendants during the Settlement Class Period. The distribution will take place as soon as practicable after review, determination, and audit of the Claim Forms by the Settlement Administrator and approval by the Court of the Settlement Administrator's recommendations as to the amounts to be paid to the claimants.

Do not dispose of any document that reflects your purchases of Bearings of any size in the United States directly from any Defendant (or its subsidiaries or affiliates) during the period from January 1, 2000 through December 31, 2014. You may need those documents to complete and substantiate your Claim Form, which will be subject to inquiry and verification.

WHAT IF I DO NOT WANT TO REMAIN IN THE SETTLEMENT CLASS?

You may exclude yourself from the Settlement Class. If you wish to exclude yourself from the Settlement Class, you must send a request for exclusion, in writing, by certified mail, return receipt requested, **postmarked no later than _____, 2021**, to Settlement Class Counsel, and to counsel for the Settling Defendants, at the addresses set forth below, and to the following address:

Bearings Direct Purchaser Distributor Antitrust Litigation
P.O. Box _____
Portland, OR 97208-####

Your request for exclusion must specify that you are seeking exclusion from the Settlement Class and must include the full name and address of the purchaser (including any predecessor or successor entities and any trade names). You are also requested to identify the Defendant(s) (or subsidiary or affiliate) from which you purchased Bearings during the Class Period, the Bearings purchased during the Class Period, and the dollar amount of your purchases. If you validly exclude yourself from the Settlement Class, you will not be bound by any decision concerning the Settlement Class, and you may pursue individually any claims you may have against the Settling Defendants (at your own expense), but you will not be eligible to share in the distribution of the Settlement Fund.

REQUEST FOR ATTORNEYS' FEES AND EXPENSES, AND SERVICE AWARDS

Settlement Class Counsel, together with other law firms that have worked on this litigation, will file a petition for an award of attorneys' fees and reimbursement of their costs and expenses in prosecuting the case. The request of Settlement Class Counsel for attorneys' fees will not exceed one-third (33 1/3%) of the Settlement Fund.

The application for attorneys' fees and litigation costs and expenses will be filed on or before _____, 2021. After that date, the application for attorneys' fees will be available for your review on the settlement website at www.AutoPartsAntitrustLitigation.com/Bearings. If you remain a member of the Settlement Class and you wish to object to the request for fees or expenses, you must do so in writing in accordance with the procedures for objections set forth below. If you do not oppose either of these requests, you do not need to take any action in that regard.

WHEN WILL THE COURT CONSIDER THESE MATTERS AND HOW CAN I TELL THE COURT WHAT I THINK ABOUT THE SETTLEMENT?

The Court will hold a hearing on _____, 2021, at _____, at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 817 (or such other courtroom as may be assigned for the hearing), to determine whether to approve: the Settlement; the proposed plan of distribution of the Settlement Fund; and Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses. If the Court determines that it is appropriate, the hearing may be conducted remotely by telephone or other electronic means. If the Court decides to hold the hearing remotely, Settlement Class Counsel shall post that information on the website devoted to the direct purchaser litigation (www.AutoPartsAntitrustLitigation.com/Bearings) and provide any Settlement Class member that has informed the Court that it intends to participate at the hearing the information required to do so remotely. The hearing may be rescheduled, continued, or adjourned, or the courtroom assigned for the hearing may be changed, without further notice to you.

If you remain a member of the Settlement Class and you wish to object to the Settlement, to the proposed plan of distribution of the Settlement Fund, or to Settlement Class Counsel's request for an award of attorneys' fees or reimbursement of litigation costs and expenses, you must

do so in writing. Any such objection must include the caption of this litigation and specify precisely what is being objected to, must be signed, and must be **filed no later than** _____, **2021**, with the Clerk of Court, United States District Court for the Eastern District of Michigan, Southern Division, Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, and mailed to the following counsel, **postmarked no later than** _____, **2021**:

Steven A. Kanner
FREED KANNER LONDON
& MILLEN LLC
2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
Telephone: (224) 632-4500

Joseph C. Kohn
KOHN, SWIFT & GRAF, P.C.
1600 Market Street, Suite 2500
Philadelphia, PA 19103
Telephone: (215) 238-1700

Gregory P. Hansel
PRETI, FLAHERTY, BELIVEAU
& PACHIOS LLP
One City Center, P.O. Box 9546
Portland, ME 04112-9546
Telephone: (207) 791-3000

Eugene A. Spector
SPECTOR ROSEMAN & KODROFF, P.C.
Two Commerce Square
2001 Market Street, Suite 3420
Philadelphia, PA 19103
Telephone: (215) 496-0300

Co-Lead Counsel for the Direct Purchaser Settlement Class

Heather Lamberg
WINSTON & STRAWN LLP
1901 L Street NW
Washington, D.C. 20036
(202) 282-5000

Counsel for the JTEKT Defendants

Kenneth R. Davis
LANE POWELL PC
Moda Tower
601 SW Second Avenue, Suite 2100
Portland, OR 97204
Telephone: (503) 778-2100

Counsel for the Nachi Defendants

Jeremy Calsyn
CLEARY GOTTLIEB STEEN & HAMILTON LLP
2112 Pennsylvania Avenue, N.W.
Washington, D.C. 20037
Telephone: (202) 974-1500

Counsel for the NSK Defendants

Jeffrey Kessler
WINSTON & STRAWN LLP
200 Park Avenue
New York, NY 10166
(212) 294-6700

Counsel for the NTN Defendants

Debra H. Dermody
REED SMITH LLP
225 Fifth Avenue
Pittsburgh, PA 15222
(412) 288-3131

Counsel for the SKF Defendants

If you do not object to the Settlement, or to the related matters set forth above, you do not need to appear at the hearing or take any other action at this time. **However, if you wish to share in the distribution of the Settlement Fund, you must complete and timely submit a Claim Form.**

WHAT SHOULD I DO IF I WANT ADDITIONAL INFORMATION OR IF MY ADDRESS CHANGES?

If this Notice reached you at an address other than the one on the mailing label, or if your address changes, please send your correct address to: Bearings Direct Purchaser Distributor Antitrust Litigation, P.O. Box ____, Portland, OR 97208-####.

The Settlement Agreement, and other documents filed of public record in this litigation are available for review during normal business hours at the offices of the Clerk of Court, United States District Court for the Eastern District of Michigan, Southern Division, Theodore Levin

United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, and through the Court's Public Access to Court Electronic Records (PACER) system after registration and payment of a modest fee. Copies of the Settlement Agreement and other documents relevant to this litigation are available at www.AutoPartsAntitrustLitigation.com/Bearings.

Questions concerning the Settlement, this Notice, or the litigation may be directed to any of the Co-Lead Settlement Class Counsel identified above.

Please do not contact the Clerk of the Court or the Judge.

Dated: _____, 2021

BY ORDER OF:

The United States District Court for the Eastern
District of Michigan, Southern Division

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**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

**IN RE AUTOMOTIVE PARTS
ANTITRUST LITIGATION**

: **Master File No. 12-md-02311**
:
: **Honorable Sean F. Cox**

IN RE: BEARINGS CASES

**THIS DOCUMENT RELATES TO:
ALL DIRECT PURCHASER CASES**

:
:
: **2:12-cv-00501-SFC-RSW**
: **2:15-cv-12068-SFC-RSW**
: **2:15-cv-13932-SFC-RSW**
: **2:15-cv-13945-SFC-RSW**
:

**IMPORTANT NOTICE TO PURCHASERS OF BEARINGS
PLEASE READ THIS ENTIRE DOCUMENT CAREFULLY**

**YOU MUST COMPLETE AND SUBMIT A CLAIM FORM, POSTMARKED ON
OR BEFORE [DATE], TO BE ELIGIBLE TO SHARE IN THE DISTRIBUTION
OF THE PROCEEDS OF SETTLEMENTS WITH THE JTEKT, NACHI, NSK,
NTN, AND SKF DEFENDANTS**

INSTRUCTIONS FOR COMPLETING A CLAIM FORM

If you are a distributor that purchased Bearings in the United States directly from one of the Defendants (and you have remained in the Settlement Class), you may be entitled to share in the distribution of the proceeds of the settlement with the JTEKT, Nachi, NSK, NTN, and SKF Defendants (the “Settlement Fund”). To receive your share of the Settlement Fund, you or a person you have authorized to act on your behalf must submit a timely and valid Claim Form in accordance with the instructions set forth herein.

Please note that if you have chosen to be excluded from the Settlement Class you may not participate in the distribution of the Settlement Fund attributable to the settlement with the Defendants.

Eligibility: You are eligible to submit a claim seeking to share in the distribution of the Settlement Fund if, during the period from January 1, 2000 through December 31, 2014 (the “Class Period”), you were a distributor that purchased Bearings in the United States **directly** from one or more of the following companies (or their subsidiaries or affiliates): (1) JTEKT Corporation; (2) JTEKT North America Corporation (formerly Koyo Corporation of U.S.A.); (3) Koyo France SA; (4) Koyo Deutschland GmbH; (5) Nachi-Fujikoshi Corp.; (6) Nachi America Inc.; (7) Nachi Technology, Inc.; (8) Nachi Europe GmbH; (9) NSK Ltd.; (10) NSK Americas, Inc.; (11) NSK Europe Ltd.; (12) NSK Corporation; (13) NTN Corporation; (14) NTN USA Corporation; (15) NTN Wälzlager GmbH; (16) NTN-SNR Roulements; (17) Schaeffler Group USA Inc.; (18) Schaeffler Technologies AG & Co. KG (formerly Schaeffler Technologies GmbH & Co. KG); (19) FAG Kugelfischer GmbH; (20) AB SKF; (21) SKF GmbH; and (22) SKF USA Inc.

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The term “Bearings” refers to friction-reducing devices used in both automotive and industrial machinery that allow one moving part to glide past another moving part. Examples include, but are not limited to, the following products: ball bearings, tapered roller bearings, needle roller bearings, roller bearings, and mounted bearings of any size.

Submission of Claim: Each Claim Form must be signed and verified by the claimant or a person authorized to act on behalf of the claimant, and must be **postmarked no later than [DATE]**. Claim Forms should be addressed to:

Settlement Administrator
Bearings Distributor Direct Purchaser Antitrust Litigation
PO Box _____
Portland, OR _____ - _____

Do **not** send your Claim Form to the Court or to any of the parties or their counsel. If you receive multiple copies of the Claim Form, complete only one Claim Form covering all of your qualifying purchases. Do not submit more than one claim, and do not submit duplicate claims.

Please note that it will take a significant amount of time to process accurately all of the Claim Forms and to administer the Settlement Fund. This work will be completed as promptly as time permits, given the need to review each Claim Form. Thank you for your patience.

Photocopies of Form: A claim may be submitted using a photocopy of the Claim Form. Other forms, or altered versions of the Claim Form, will not be accepted. Additional copies of the Claim Form may be requested from the Settlement Administrator or obtained at the settlement website www.AutoPartsAntitrustLitigation.com/Bearings.

Completion and Support of Claim: Please type or neatly print all requested information. Failure to complete all parts of the Claim Form may result in denial of the claim, delay its processing, or otherwise adversely affect the claim. All information submitted in a Claim Form is subject to further inquiry and verification. The Settlement Administrator may ask you to provide supporting information. Failure to provide requested information also might delay, adversely affect, or result in denial of the claim.

The Claim Form asks for certain information relating to your purchases of Bearings, a description of available documentation that supports your claimed purchases, and summary totals of your purchases from each Defendant and for each year during the class period.

**ONLY INCLUDE IN YOUR CLAIM FORM PURCHASES OF BEARINGS
IN THE UNITED STATES *DIRECTLY* FROM ONE OR MORE OF THE COMPANIES
LISTED ABOVE UNDER THE “ELIGIBILITY” HEADING DURING THE PERIOD
FROM JANUARY 1, 2000 THROUGH DECEMBER 31, 2014.**

INDIRECT PURCHASES ARE NOT ELIGIBLE.

Schedule of Purchases: General Worksheet: Please fill out the Schedule of Purchases: General Worksheet with the company names, the quantity of products purchased, and purchase totals for each year of the

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Class Period (January 1, 2000 through December 31, 2014) in which you directly purchased Bearings in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation.com, or by calling 1-_____.

Claims of Separate Entities: Each corporation, trust, or other business entity making a claim must submit its claim on a separate Claim Form.

Taxpayer Identification Number: A Claim Form is not complete without the federal taxpayer identification number of the claimant.

Keep a copy: You should keep a copy of your completed Claim Form for your records. You should also retain all of your documents and records relating to **direct** purchases of Bearings in the United States from any of the listed companies during the period from January 1, 2000 through December 1, 2014. As part of the claims administration process, you may be required to verify certain information about your Bearings purchases such as the quantity of product(s) purchased, the type of products purchased, the dollar amount(s), the date(s) of the purchases, and the company(ies) from which you **directly** purchased the Bearings. You may be asked to submit purchase records to verify your claim.

Confirmation of Receipt of Claim: The receipt of Claim Forms will **not** be confirmed or acknowledged automatically by the Settlement Administrator. If you wish to have confirmation that your Claim Form has been received, send it by certified mail, return receipt requested.

Assistance: If you have any questions concerning this Claim Form or need additional copies, contact the Settlement Administrator at: Bearings Distributor Direct Purchaser Antitrust Litigation, PO Box _____, Portland, OR _____, via email at info@AutoPartsAntitrustLitigation.com, or by calling 1-_____. You may also contact your own attorney or other person to assist you, at your own expense.

NOTICE REGARDING SOLICITATIONS FROM CLAIMS ASSISTANCE COMPANIES: THERE ARE COMPANIES THAT CONTACT CLASS MEMBERS TO OFFER ASSISTANCE IN FILING A CLAIM IN EXCHANGE FOR A PORTION OF ANY SETTLEMENT FUNDS THE CLASS MEMBER MAY RECOVER. THESE COMPANIES ARE NOT AFFILIATED WITH PLAINTIFF OR DEFENDANTS OR THEIR COUNSEL, AND YOU DO NOT NEED TO USE THEM TO FILE A CLAIM.

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CLAIM FORM**I. IDENTITY OF CLAIMANT**

Please indicate whether the person filing this claim is a direct filer or a third party filer (select only one):

- ☐ **Direct Filer** (you, or your company, made the direct purchases of Bearings during the Class Period)
- ☐ **Third Party Filer** (you, or your company, are authorized to file this claim on behalf of the claimant listed below)

If you selected “**Direct Filer**,” please indicate your (the claimant’s) name and contact information in Section II (“Claimant Information”). Then, skip Section III, and proceed directly to Section IV.

If you selected “**Third Party**,” please indicate the claimant’s name and contact information in Section II (“Claimant Information”). Then, please provide your filer information in Section III (“Third Party Filer Information”), before proceeding to Section IV. Please note: If you selected “**Third Party Filer**,” correspondences concerning this claim will be directed to the contact person provided in “Third Party Filer Information.”

II. CLAIMANT INFORMATION

Claimant Name (Individual or Entity): _____

Address 1: _____

Address 2: _____

City: _____ State: _____ ZIP Code: _____

Country: _____

Contact Person: _____

Contact Person E-Mail Address: _____

Contact Person Phone Number: _____

Claimant is a (Check one):

☐ Corporation ☐ Individual ☐ Trustee in Bankruptcy ☐ Partnership ☐ Other

If the claimant on whose behalf this claim is being submitted acquired the rights that are the basis of their claim from some other person or entity (as assignee, transferee, successor or otherwise), please check the box below and attach copies of legal documents that support the acquisition of your claim.

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___ This claim is based upon an assignment or transfer and I have attached copies of supporting legal documents.

PLEASE PROMPTLY NOTIFY THE SETTLEMENT ADMINISTRATOR OF ANY CHANGE IN THE INFORMATION SET FORTH ABOVE.

III. THIRD PARTY FILER INFORMATION

Only complete this section if you selected “Third Party Filer” at the start of Section I. Please note: As a Third Party Filer, you are required to provide supporting documents demonstrating the authorization to file on behalf of the claimant. If no documentation is provided upon submission of this claim, the Settlement Administrator will request the documentation prior to completion of processing.

Filer Entity (if applicable): _____

Address 1: _____

Address 2: _____

City: _____ State: _____ ZIP Code: _____

Country: _____

Contact Person: _____

Contact Person E-Mail Address: _____

Contact Person Phone Number: _____

PLEASE PROMPTLY NOTIFY THE SETTLEMENT ADMINISTRATOR OF ANY CHANGE IN THE INFORMATION SET FORTH ABOVE.

IV. PURCHASES

On the attached Schedule of Purchases: General Worksheet, list the total amount of **direct** purchases of Bearings in the United States from each company listed in the “**Eligibility**” section above for each year during the period from January 1, 2000 through December 31, 2014.

The purchase amounts must be the net amounts paid after deducting any discounts, rebates, price reductions, taxes, or delivery and freight charges, and must be provided in United States dollar (USD) currency. Purchases from companies that are not listed above, or are in non-USD currency, should not be included.

When records are available to allow you to calculate and document the dollar amount of your purchases, you must base your purchase information on these records.

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When records are not available, you may submit purchase information based on estimates. Estimates can be based on extrapolation from similar circumstances in analogous contexts in the same year (for which you have documentation), or extrapolation from the same or nearly the same circumstances, but in other years (for which you have documentation). For example, if you have no records allowing you to calculate your purchases in 2004, you may calculate those purchases by using available records dated as close to that year as possible (e.g., 2003 or 2005), adjusting for appropriate volume differences and any inflationary unit costs.

Please note that your claim is subject to audit by the Settlement Administrator and you may, at a later time, be required to provide copies of some or all of the underlying documentation supporting your claim. If you submit your purchase information based on estimates, or sales data and trends, you may be required to explain how you calculated the estimated purchases, and you may be required to provide the documents you used as a basis for your estimates. Accordingly, you should retain your documentation until this litigation has been concluded and the claims review process has been completed.

Here, provide a brief description of the documents (e.g., invoices, purchase journals, accounts payable journals, etc.) or estimation methods used to calculate your claimed purchases:

**FAILURE TO COMPLY WITH THE ABOVE INSTRUCTIONS REGARDING PURCHASES MAY
RESULT IN A DELAY PROCESSING YOUR CLAIM.**

V. SUBSTITUTE FORM W-9 AND CERTIFICATION

Each claimant must provide the following tax information, required by the IRS. If the correct information is not provided, a portion of any payment that the claimant may be entitled to receive from the Settlement Fund may be withheld for tax purposes.

Claimant's federal taxpayer identification number is:

_____ - _____	or	_____ - _____ - _____
Employer Identification Number		Social Security Number
(for corporations, trusts, etc.)		(for individuals)

Business Name **OR** Name of taxpayer whose identification number is written above:

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I certify that the above federal taxpayer identification number is correct, that the taxpayer is **NOT** subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code, that the taxpayer is a U.S. person or entity, and that the taxpayer is exempt from FATCA reporting.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the word “**NOT**” in the previous sentence. Instructions regarding IRS Form W-9 are available at the Internal Revenue Service website at <http://www.irs.gov>.

THE INTERNAL REVENUE SERVICE DOES NOT REQUIRE YOUR CONSENT TO ANY PROVISION OF THIS DOCUMENT OTHER THAN THE CERTIFICATIONS REQUIRED TO AVOID BACKUP WITHHOLDING.

I, _____, declare under penalty of perjury that the information contained in this Claim Form is true and correct to the best of my knowledge and belief, that I am authorized to sign and submit this claim on behalf of the claimant, that the specific purchases of Bearings listed were made by the claimant **directly** from the companies listed, that the claimant is a member of Settlement Class and has not requested exclusion from the Settlement Class, that this claim is the only claim being submitted by the claimant, that the claimant does not know of any other claim being submitted for the same purchases, that the claimant has not transferred or assigned its claims, and that I have read the accompanying Instructions and the Notice of Proposed Settlement with the JTEKT, Nachi, NSK, NTN, and SKF Defendants. Claimant submits to the exclusive jurisdiction of the United States District Court for the Eastern District of Michigan for the purpose of investigation or discovery (if necessary) with respect to this claim and any proceeding or dispute arising out of or relating to this claim. The filing of a false claim is a violation of the criminal laws of the United States and may subject the violator to criminal penalties.

Date: _____
MM - DD - YYYY

Signature: _____

Printed Name: _____

Title of position (If claimant is not an individual):

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ed**SCHEDULE OF PURCHASES: GENERAL WORKSHEET**

Please fill out the charts on both sides (front and back) of the Schedule of Purchases: General Worksheet, listing the quantity of products purchased and purchase totals for each Defendant (including their subsidiaries or affiliates) and year of the Class Period (January 1, 2000 through December 31, 2014) in which you directly purchased Bearings in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation.com, or by calling 1-_____.

Year Purchased	JTEKT Defendants ¹		Nachi Defendants ²		NSK Defendants ³	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2000		(\$)		(\$)		(\$)
2001		(\$)		(\$)		(\$)
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Bearings from each of the Defendants for each year during the class period. The purchase amounts must be the net amounts paid after deducting any discounts, rebates, taxes, delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE**

¹ JTEKT Corporation, JTEKT North America Corporation (formerly Koyo Corporation of U.S.A.), Koyo France SA, and Koyo Deutschland GmbH.

² Nachi-Fujikoshi Corp., Nachi America Inc., Nachi Technology, Inc., and Nachi Europe GmbH.

³ NSK Ltd., NSK Americas, Inc., NSK Europe Ltd., and NSK Corporation.

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Year Purchased (cont.)	JTEKT Defendants		Nachi Defendants		NSK Defendants	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2008		(\$)		(\$)		(\$)
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)						

<<Unique Identifier: #####>>

SCHEDULE OF PURCHASES: GENERAL WORKSHEET

Please fill out the charts on both sides (front and back) of the Schedule of Purchases: General Worksheet, listing the quantity of products purchased and purchase totals for each Defendant (including their subsidiaries or affiliates) and year of the Class Period (January 1, 2000 through December 31, 2014) in which you directly purchased Bearings in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation.com, or by calling 1-_____.

Year Purchased	NTN Defendants ⁴		Schaeffler Defendants ⁵		SKF Defendants ⁶	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2000		(\$)		(\$)		(\$)
2001		(\$)		(\$)		(\$)
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Bearings from each of the Defendants for each year during the class period. The purchase amounts must be the net amounts paid after deducting any discounts, rebates, taxes, delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE**

⁴ NTN Corporation, NTN USA Corporation, NTN Wälzlager GmbH, and NTN-SNR Roulements.

⁵ Schaeffler Group USA Inc., Schaeffler Technologies AG & Co. KG (formerly Schaeffler Technologies GmbH & Co. KG), and FAG Kugelfischer GmbH.

⁶ AB SKF, SKF GmbH, and SKF USA.

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Year Purchased (cont.)	NTN Defendants		Schaeffler Defendants		SKF Defendants	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2008		(\$)		(\$)		(\$)
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)						

<<Unique Identifier: #####>>

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